



Droit minier

Changing economic conditions are often felt at the mine mouth long before they appear on the balance sheet or the boardroom table. DLA Piper is responsive to our clients' needs as they adapt to the cyclical shifts in the global commodities markets. Our innovative solutions assist them to efficiently address these challenges and opportunities.

From startup to divestment or site closure, our mining legal team can provide a complete legal solution, covering everything from day-to-day operational issues to large scale international transactions and arbitrations.

Our commodities lawyers have detailed knowledge of local regulatory environments, key project drivers and the market. We understand how the many components of a project interact with one another. Our mining team takes a holistic approach to project development, which enables us to offer a balanced assessment in the best interests of the project as a whole. We can assist you to identify, analyze, negotiate and document project structures and to maintain efficiency when the project is operational.

DLA Piper is developing innovative solutions to some of the most complex and important issues facing the mining community today. These projects, while not only important in financial terms, are also breaking new legal ground in their treatment of difficult issues such as third party access to infrastructure and state agreements and concessions.

Mining is a truly global industry and we can provide the location-based assistance as well as the experience and skills that clients in this sector require.

We offer mining and minerals support in all of the major mining regions of the world, including emerging markets in Africa, Latin America, Asia and the Middle East, as well as the more established markets in Australia, North America and Europe.

Our international reach means we have the local strength and knowledge to advise our clients on specific legal, cultural and political issues wherever they arise.

For those with projects across countries or continents, we can provide a single point of contact to help manage the delivery of legal services to all of your projects and your personnel.

Our multidisciplinary industry focus offers our clients responsive, cost-effective help. Whatever the nature of your legal requirement or business need, you can rely on our detailed

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SERVICES RELIÉS

- Fusions et acquisitions
- Projets, énergie et infrastructure
- Droit immobilier
- Environnement

SECTEURS RELIÉS

knowledge, experience and understanding.

A selection of our clients:

Miners

- Anglo American
- BC Iron
- China Coal
- Coeur Mining
- Ferrous Resources
- Fortescue Metals Group
- Newmont Mining Corporation
- Norilsk Nickel
- Rio Tinto
- Xstrata

Financiers / Investors

- Credit Suisse
- Macquarie

Operators / Buyers

- Baosteel
- Sinosteel
- Lafarge
- Mitsubishi
- Sibelco/Unimin
- Arcelor Mittal
- Tata Steel
- POSCO
- Marabani
- Sinopec

Suppliers

- POSCO E&C
- STX
- Bristow Helicopters

Government

- Government of Guinea
- State of Western Australia
- Government of Uganda
- Government of Kazakhstan

Case studies

- When the Indian Government's Department of Disinvestment and Coal India Limited (the world's largest coal miner) planned an initial public offering of shares, we were chosen following a formal government counsel selection process involving more than six international law firms. The deal raised US\$3.43 billion, making it the largest IPO in the history of Indian capital markets and the third largest IPO in the world during 2010.
- We are assisting the Australian Premium Iron Joint Venture in all aspects of the development of the West Pilbara Iron Ore Project, which involves the development of three new iron ore mines, 350km of heavy-haul railway and a new deep water port at Anketell Point.
- Our broad experience in the financing of mining operations came into play when we represented a major bank in the financing of the development, construction and operation of an iron ore concentrator facility in the USA. It was structured as a fully secured project financing and commodity hedges were an important part of the deal structure, the borrower being required to

- Energy and Natural Resources

hedge against iron ore concentrate price fluctuations over a multiyear period to ensure that offtake revenues would be sufficient to cover debt service.

- A cross-border team from Paris, Perth, New York and Brussels are assisting the Government of Guinea in the review of mining rights and conventions granted by the prior governments and on the renegotiation of concessions and conventions in accordance with the new Mining Code.
- We advised Lloyds Banking Group on the debt and equity restructuring of UK Coal plc (now renamed Coalfield Resources plc). An unsuccessful rescue bid would have resulted in company administration, closure of mines, the loss of 2,500 jobs and a tax payer bailout. Working closely with the Lloyds team, we helped achieve the desired outcome; the separation of the businesses of the Group into new divisions and the isolation of existing pension liabilities of £400 million.
- Following a mining failure in Indonesia, the reinsurers hired us to handle a US\$500 million claim. The case was eventually settled on very beneficial terms for the reinsurers.
- Representing the Republic of Guinea in consolidated, multi-billion dollar ICSID arbitrations brought by BSG Resources ("BSGR"), claiming expropriation of a mining concession and related rights in Guinea, in what is one of the most important and high-value mining disputes in the world.
- Acting for the Republic of Kenya in respect of an ICSID claim brought by the mining investor, Cortec. This claim is thought to be the highest value and most strategically important investment treaty claim Kenya has ever faced.

ACTUALITÉS

Publications

COVID-19: Nine practical steps for employers, right now (Australia)

7 April 2020

Employers and employees are facing extraordinary challenges because of the COVID-19 pandemic and the measures imposed to ameliorate its spread and its impact on the economy.

In this article we discuss practical steps that employers should be aware of in respect of the COVID-19 pandemic. This article discusses some of the most recent policy initiatives released by the Government including the new JobKeeper regime.

We will provide further guidance as the measures imposed to address the COVID-19 pandemic continue to evolve. To ensure that you do not miss any updates or if you require support globally, please email us at CoronavirusEmployment@dlapiper.com.

High Court rules BHP entities were associates

23 March 2020

On 11 March 2020, in an unanimous and landmark decision, the High Court of Australia handed down its decision on the technical meaning of "sufficiently influenced" which is used to determine who is an "associate" under Australia's foreign income attribution rules. The decision has significant impact for large listed groups especially with a dual-listed company (**DLC**) structure and concerns the application of the Australian Controlled Foreign Company (**CFC**) rules.

Whilst the facts and future application of this case may principally be limited to the DLC type structures, the legal analysis of the definition of "associate" impacts on wider applications as this definition is used outside of the CFC provisions including the thin capitalisation rules, the debt/equity tests and the withholding tax rules.

Coronavirus COVID-19 and a FIFO Workforce

17 March 2020

Media reports have emphasised that the Western Australian resources sector considers itself well-prepared for the threat of coronavirus COVID-19, and have measures in place to ensure any disruption to production levels is minimised. But it's important to consider what obligations employers in the mining sector have to their employees and what steps they may take to appropriately respond to the current threat.

Coronavirus COVID-19 and corporate governance (Australia)

18 February 2020

The coronavirus COVID-19 outbreak and ensuing government restrictions raise corporate governance concerns and create areas of risk across the ESG spectrum that should be considered by companies and their directors and officers.

Coronavirus COVID-19: The legal impact on force majeure events (Australia)

12 February 2020

Key considerations for parties that may wish to declare a force majeure event or dispute the declaration of a force majeure event by a counterparty in relation to coronavirus COVID-19.

Hong Kong Government introduces mandatory quarantine measures

11 February 2020

On 9 February 2020, the number of deaths due to the rapidly spreading coronavirus in Mainland China officially surpassed the figure seen during the 2002/2003 SARS epidemic.

Numerous governments have been implementing restrictions barring entry to those with recent travel history through Mainland China, including Singapore, Japan, Australia and the United States. Following pressure from public health workers, the Hong Kong Government has now followed suit and has begun a mandatory two-week quarantine for anyone arriving from Mainland China.

How to resume business amid the coronavirus outbreak (China)

11 February 2020

As reported in our previous article, China has extended its Chinese New Year holiday and work suspension period as a result of the novel coronavirus outbreak which has now infected more than 40,000 people around the world.

This is a summary of the Back to Work Day and compensation for working before Back to Work Day in key cities and provinces across China.

APAC employment issues arising out of the Coronavirus (AsiaPac)

31 January 2020

On 29 January 2020, the number of confirmed cases of the rapidly spreading coronavirus in Mainland China officially surpassed

the figure seen during the 2002/2003 SARS epidemic.

Multinationals with local operations around the APAC region have been significantly affected. As staff return to the office following the Chinese New Year holiday period, businesses are now considering what they can do to minimise any risk to health and safety and support staff through this challenging period where anxiety and uncertainty is rife, whilst at the same time complying with their employment obligations and maintaining business continuity. Putting in place detailed business and contingency plans and ensuring careful communications with staff to address key topics and concerns is key, as is keeping such plans and communications under frequent review given the fluidity of the current situation.

This alert considers some of the key issues that HR and business leaders should be considering across the APAC region.

EU Policy & Regulatory Alert - EU Publishes Artificial Intelligence Ethics Guidelines

12 APR 2019

On 8 April 2019, the EU's High-Level Expert Group ("AI HLEG") on Artificial Intelligence ("AI") published the much-anticipated "Ethics Guidelines for Trustworthy AI", setting out a horizontal framework for the development and deployment of ethical and robust AI systems across the EU

EU Policy & Regulatory Alert: New Regulation on Foreign Direct Investment Screening in the EU

22 NOV 2018

The European Union is moving fast towards establishing a joint regulatory and policy framework for Europeans to seize the opportunities provided by Artificial Intelligence (AI) and to reinforce Europe's competitiveness in this field.

Supply chain human rights risk management: Blockchain and emerging technology

8 NOV 2018

Global businesses, financiers and investors are faced with an increasingly complex and interconnected legal, financial and reputation risk agenda related to human rights and other responsible business conduct issues.

OECD releases new guidance on the application of the transactional profit split method under BEPS Actions 10

3 JUL 2018

The Guidance will likely continue the uncertainty for taxpayers as they develop and maintain their transfer pricing policies.

Oil and gas licensing round now opened for Danish part of the North Sea

29 JUN 2018

The Ministry for Energy, Utilities and Climate has just opened for applications for licences for exploration and production of oil and gas (hydrocarbons) in the 8th Danish Licensing Round for the Danish North Sea area.

National Instrument 43-101 and early production decisions: what are the rules and what are the risks?

8 OCT 2015

Most mineral projects that proceed to commercial production do so on the basis of certain advanced technical studies. The key milestone is usually a feasibility study which demonstrates, among other things, the existence of mineral reserves. Canada's mining disclosure rule, National Instrument 43-101 Standards of Disclosure for Mineral Projects (NI 43-101), is largely based on the assumption that this is the route that a mining company will take. However, there is usually an exception to every rule in life, and there are certain cases where mining companies are able to make a production decision and take a project to production without a feasibility study.

The CSA's latest continuous disclosure review: Two key takeaways for material contract and mining disclosure

5 AUG 2015

While issuers should pay closer attention to these areas going forward, this bulletin focuses on two other key takeaways from the review: the failure to file material contracts on SEDAR, and the ongoing focus on deficient technical disclosure in the resource sector, particularly mining disclosure.

Canadian mining industry calls for mandatory disclosure of payments to governments

17 Jan 2014

Canada's two largest mining industry groups, the Mining Association of Canada ("MAC") and the Prospectors and Developers Association of Canada ("PDAC"), joined by two civil society transparency groups (together, the "Working Group") released their final report (the "Report") yesterday calling for mandatory disclosure by mining companies that are reporting issuers of their payments to host governments for developing mineral resources.

Conflict mineral reporting rules impact many public companies: *new supply chain requirements and new Form SD*

19 Sep 2012

Understanding the new reporting requirements.

ÉVÉNEMENTS

Previous

TopCo liability panel

25 JUN 2019
London

ACTUALITÉS

DLA Piper lawyers named Acritas Stars

10 March 2020

Acritas has named over 200 DLA Piper lawyers as 2020 Acritas Stars. Now in its fourth year, Acritas Stars highlights the stand-out lawyers in private practice as nominated by clients around the world. More than 3,000 senior in-house counsel feed into the nomination process to give a comprehensive view of highly recommended lawyers across the globe.

DLA Piper advises Seequent Limited on its acquisition of GEOSLOPE

4 NOV 2019

DLA Piper has advised Accel-KKR and its portfolio company, Seequent Limited, in connection with its acquisition of GEOSLOPE International Ltd., a Canadian-based company that creates integrated, geotechnical analysis software.

DLA Piper (Canada) s.e.n.c.r.l. accueille Alan Monk à titre d'avocat conseil

1 OCT 2019

DLA Piper (Canada) s.e.n.c.r.l. a le plaisir d'annoncer qu'Alan Monk se joint à nouveau au bureau de Vancouver à titre d'avocat conseil. Alan a une pratique diversifiée en droit des affaires et en droit des sociétés se concentrant sur les fusions et acquisitions, le financement de sociétés et les valeurs mobilières.

Les avocats de DLA Piper (Canada) s.e.n.c.r.l. sont reconnus dans l'édition 2020 de *Best Lawyers in Canada*

21 AUG 2019

DLA Piper (Canada) s.e.n.c.r.l. a le plaisir de voir 70 de ses avocats dans 34 domaines de pratique différents reconnus dans l'édition 2020 du guide *Best Lawyers in Canada*.

DLA Piper (Canada) LLP ranked in 2019 *Canadian Legal Lexpert Directory*

3 MAY 2019

DLA Piper (Canada) LLP is pleased to announce that thirty-eight of the firm's lawyers have been recognized as leading practitioners in the 2019 edition of the *Canadian Legal Lexpert Directory*.

DLA Piper announces partnership promotions for 2019

1 APR 2019

DLA Piper is proud to announce that 77 lawyers have been promoted to its partnership. The promotions are effective as of April 1, 2019 in the United States and May 1, 2019 for EMEA and Asia Pacific. The promotions were made across many of the firm's practice areas in 43 different offices throughout 20 countries.

DLA Piper (Canada) LLP represents Sumitomo Metal Mining Co., Ltd. and Sumitomo Corporation in the acquisition of the Pogo Gold Mine in Alaska by Northern Star Resources for US\$260 million

7 JAN 2019

On September 28, 2018, Sumitomo Metal Mining Co., Ltd. and Sumitomo Corp. completed the US\$260 million sale of the Pogo Gold Mine in Alaska to Northern Star Resources.

DLA Piper Advises Riversdale Resources on its \$70 million strategic placement to Hancock

31 August

DLA Piper has advised Australian incorporated coal development company, Riversdale Resources ("Riversdale"), on its \$70 million placement to Hancock, resulting in Hancock's acquisition of a strategic stake in Riversdale. The investment values Riversdale at approximately \$500 million.

DLA Piper releases Mining in Africa Guide

28 AUG 2018

DLA Piper has today released its comprehensive guide to the mining sector in Africa. The guide provides a high-level snapshot of the mining industry and regulatory framework across 32 African jurisdictions.

Soixante-douze avocats de DLA Piper (Canada) s.e.n.c.r.l. sont reconnus dans l'édition 2019 de Best Lawyers in Canada

22 AUG 2018

DLA Piper (Canada) s.e.n.c.r.l. est heureuse d'avoir augmenté encore une fois ses classements dans l'édition 2019 de *Best Lawyers*, avec près du tiers des avocats du cabinet qui se distinguent à titre de praticiens de premier plan au Canada dans plusieurs domaines de pratique clés.

DLA Piper (Canada) s.e.n.c.r.l. obtient ses meilleurs résultats à ce jour dans l'édition 2018 *Canadian Legal Lexpert Directory*

2 MAY 2018

DLA Piper (Canada) s.e.n.c.r.l. est heureuse d'annoncer que 43 des avocats du cabinet ont été reconnus en tant que leaders dans l'édition 2018 du *Canadian Legal Lexpert Directory*. Le cabinet s'est également démarqué dans onze domaines de pratique différents.
